

ARTICLES OF ASSOCIATION

INTERNATIONAL SOCIETY OF RECONSTRUCTIVE AND AESTHETIC INTIMATE TREATMENT (ISRAIT)

Section 1 Name, headquarters, financial year

(1) The association bears the name: INTERNATIONAL SOCIETY OF RECONSTRUCTIVE AND AESTHETIC INTIMATE TREATMENT (ISRAIT) e.V.

(2) It is to be registered into the register of associations of the county court of Leipzig. Upon registration, the association will bear the name affix "e. V." [eingetragener Verein = registered association].

(3) The association has its headquarters in: Richard-Wagner-Str. 9, 04109 Leipzig, Germany

(4) The financial year is the calendar year.

Section 2 Purpose of the association

(1) Accelerated knowledge sharing amongst surgeons in the area of intimate surgery (focus reconstructive operation techniques)

(2) Additional qualification for interested specialists from relevant medical specialist areas, through relevant transfer of the latest knowledge and factual developments in the area of intimate surgery

(3) Improved communication of this surgical subarea to interested specialists and patients and media

(4) Creation of guidelines and refinement of operation techniques

(5) Construction of forums and structures to achieve aforementioned goals

(6) The association acts internationally.

(7) The association pursues its objectives in a not-for-profit way in the sense of sects.51 ff German Fiscal Code. It (the association) carries out its tasks selflessly and does not pursue any self-supporting purposes.

Section 3 Acquisition of the membership

- (1) Any licensed doctor and legal person from medicine, can become a member of the association, if the member recognises these articles of association as binding.
- (2) The membership application should be sent to the board of directors in writing.
- (3) With the application, the applicant recognises the articles of association in the case of their acceptance. There is no entitlement to acceptance.
- (4) The board of directors decides on the acceptance via resolution. The applicant should be informed of the decision, no justification is required. If the board of directors rejects the membership application, then the relevant person is entitled to appeal to the general assembly. They will make a final decision.
- (5) The membership begins with the acceptance decision.

Section 4 Rights and obligations of the members

- (1) The members are obliged to support the objectives and interests of the association, and follow the decisions and ordinances of the association body.
- (2) The members are authorised to use the facilities of the association, and participate in the events. They have the same voting right in the members' meeting. Transfer of the voting right to another member is also not permitted, as with proxy voting.

Section 5 Termination of the membership

- (1) The membership ends with death, letter of resignation, exclusion or deletion of the membership.
- (2) The resignation must be made in writing and addressed to the board. The resignation is permitted in adherence with a notice period of six months from the end of the calendar year. For adherence with the notice period, prompt receipt of the letter of resignation by a member of the board is required.
- (3) Exclusion from the association is only permitted for cause. The exclusion is decided by the members association, on application by the board of directors, with a majority of three quarters of the members present. The board of directors must inform the member to be excluded of its appeal in writing, at least two weeks before the assembly. A written statement of the member, should be read out in the assembly to decide on the exclusion. The exclusion of the member becomes effective with the passing of the resolution. The board of directors should inform the member of the exclusion in writing immediately, if they were not present at the passing of the resolution.

(4) Deletion of the membership can occur, if the member is at least one contribution in arrears, and the outstanding sum has not been paid in full, even after a written reminder, within three months of sending the reminder. The reminder must be sent with a registered letter to the last address of the member known by the association. In the reminder, the pending deletion of membership must be referred to. The reminder is also effective, if the delivery is returned as undeliverable. The deletion is carried out by a resolution of the board of directors, who will not inform the affected member.

Section 6 Membership fees

(1) An annual fee must be paid.

(2) Its amount is determined by the members' meeting.

(3) The fee should be paid in advance and will be calculated proportionately for the calendar year of entry.

(4) The board of directors can defer fees or partially or completely waive them.

(5) On entry, the board of directors should be issued with a revocable written direct debit authorisation, to debit the membership fees. Account changes must be reported immediately.

(6) the members are obliged to pay extraordinary fees in the form of levies, if required to manage procedures covered by the purpose of the association. Both the setting of extraordinary fees and their amount is carried out by the members' meeting.

Section 7 Bodies of the association

The bodies of the association are:

a) the board,

b) the members' meeting.

Section 8 Board

(1) The board of the association consists of the 1st chairman, their deputy (2nd chairman), a recording clerk, the bursar (treasurer) and one secretary.

(2) Two cash auditors must be elected by the members' meeting, they do not belong to the board.

(3) The board is obliged to manage the association. It is responsible for all matters, that are not transferred to another body by the articles of association.

(4) The association is legally and extrajudicially represented by two board members in all association matters.

(5) The board is elected by the member's meeting. Re-election is possible. The term of office is five years. The first presidency after founding lasts three years, every subsequent term of office is limited to two years.

(6) The office of a member of the board ends with their resignation from the association. If a member resigns before their term of office expires, this office will be carried out temporarily by another board member, for a maximum of the rest of the term of office of the resigned member.

(7) Each board member, can carry out a maximum of one additional board position temporarily, until the end of the election period of the resigned board member at the longest.

(8) The power of representation of the board in accordance with sect. 8 para. 3 of this articles of association, is restricted by the fact that for purchase or sale, to charge and all other dispositions about properties or rights equivalent to real property, and for acceptance of one or more loans or other liabilities to the total amount of more than €3000 (in words: three thousand), the consent of the whole board is required.

(8) As a rule, the board makes its decisions in meetings with a simple majority. If no board member objects, resolutions can also be made in a written circulation procedure or by telephone conference. In the case of telephone decision making, in the scope of such a telephone conference, for reasons of evidence, minutes must be taken by a board member.

Section 9 Members' meeting

(1) The members' meeting must be convened,
a) if it requires the interest of the association,
b) at least once a year, if possible in the first six months of the calendar year,
c) in the case of the resignation of a member of the board within 6 months,
d) if the convocation of at least a quarter of all members is requested, stating the purpose and reasons. The meeting is to be led by the chairman of the association, in the case of impairment, by their representative or a chairman of the meeting.

(2) The board must present an annual report and an annual financial statement, to the meeting to be convened under para. 1 letter b: the meeting must pass a resolution on the exoneration of the board.

(3) The members' meeting is to be convened in writing by the board of directors, in adherence with a notice period of four weeks. The notice period begins when the invitation is sent to the last known address of the member. The convocation of the meeting must describe the object of the

resolution. Every member can apply to the board in writing, up to one week before the members' meeting, for further matters to subsequently be placed on the agenda. The chairman of the meeting must then add to the agenda accordingly, at the beginning of the meeting. The members' meeting decides on applications for addition to the agenda, which are only made in the members' meeting.

(4) The members' meeting particularly decides on:

- a) the approval of the annual financial statement
- B) the exoneration of the board
- c) the election of the board
- d) changes to the statutes
- e) the definition of membership fees
- f) motions of the board and the members
- g) Appointments of rejected applicants
- h) the dissolution of the association

(5) Every ordinary convened members' meeting is quorate.

(6) To pass a resolution on a change to the articles of association, and the dissolution of the association, the presence of two thirds of the association members is required. If the members' meeting is not quorate, then a further members' meeting with the same agenda must be convened within 28 days of the meeting day. The further meeting must take place at the earliest two months before, and at the latest four months after the first meeting day. The new meeting is quorate regardless of the number of members present. The invitation to this meeting must refer to the simplified quorum.

(7) It is agreed by the show of hands. In case of a motion by at least five people present, voting should be carried out in writing and secretly. The majority of the members present decide when passing a resolution. Abstention from voting by the members present count as votes not cast. In the case of a tied vote, a motion is seen as rejected.

(8) A transcript must be produced about the resolutions passed in the meeting. The transcript must be signed by the chairman of the association and the minute keeper. If several chairmen were active, the last chairman of the meeting signs the whole transcript. Each member has the right to view the transcript.

(9) It is expressly permitted to take minutes by tape recording. In the case of telephone decision making, in the scope of such a telephone conference, it is obligatory for minutes to be taken by a board member.

Section 10 Dissolution of the association

- (1) The association can be dissolved by a resolution of the members' meeting.
- (2) The liquidation is carried out by the board.
- (3) In the case of liquidation of the association, or the cessation of its former purpose, the association's assets fall to Dt. Krebshilfe e. V.

Section 11 Final clause

Any clauses in this articles of association that are null and void or ineffective, do not affect the effectiveness and legality of the other specifications and the remaining articles of association in its entirety. The null and void and/or ineffective clause, will be replaced by a legal specifications that comes as close as possible to its meaning.